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October 14, 2003

Mary L. Cottrell, Secretary
Department of Telecommunications and Energy
One South Station
Boston, MA 02110

Re: Boston Edison Company d/b/a NSTAR Electric, D.T.E. 02-80A

Dear Secretary Cottrell:

On September 8, 2003, Boston Edison Company d/b/a NSTAR Electric and the Attorney General (together, the "Settling Parties"), submitted for approval by the Department of Telecommunications and Energy (the "Department") a Joint Motion for Approval of Settlement Agreement and a Settlement Agreement resolving issues in the Companies' reconciliation of costs and revenues for the year 2002. The Joint Motion and the Settlement Agreement provided that if the Department did not approve the Settlement Agreement in its entirety by October 6, 2003, it shall be deemed withdrawn. On October 3, 2003, the Settling Parties extended that October 6, 2003 date until October 14, 2003.

In order to afford the Department additional time to review the Settlement Agreement, the Settling Parties have agreed to extend the deadline for approval of the Settlement Agreement to November 6, 2003. Therefore, by this letter, the Settling Parties hereby amend Paragraph 3.5 of the Settlement Agreement by deleting the date "October 14, 2003" and inserting in its place "November 6, 2003."

I hereby certify that the Attorney General has authorized me to represent the agreement of Attorney General to the terms of this amendment to the Settlement Agreement. If you have any questions, please contact Joseph Rogers or Judith Laster, Assistant Attorneys General, or me.

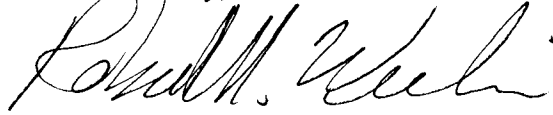
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Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert N. Werlin". The signature is fluid and cursive, with a large initial "R" and a distinct "W".

Robert N. Werlin

cc: William Stevens, Hearing Officer
Service List